



**AMENDED CERTIFICATE OF AUTHORITY
FOREIGN CORPORATION
APPLICATION**
SECRETARY OF STATE
SFN 13107 (06-2006)

FOR OFFICE USE ONLY

ID#:	
WO#:	
Filed:	By:

SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

1.A. The application MUST be accompanied by ALL of the following:

- Filing fee of \$40
- If amending the name, a current Certificate of Fact verifying the name change certified by the government officer of the state or country where Articles of Incorporation are filed.

B. The following MAY be required:

- Signed Consent of Registered Agent and fee of \$10
- Signed consent to use of name and fee of \$10
- Trade Name Registration and fee of \$25

TYPE OR PRINT LEGIBLY

For reference, see North Dakota Century Code, Section 10-19.1-137 or 10-33-130.

2. Type of corporation applying for amended certificate of authority: (check one) <input type="checkbox"/> Foreign Business <input type="checkbox"/> Foreign Professional <input type="checkbox"/> Foreign Nonprofit			3. Reason for Amended Certificate of Authority: <input type="checkbox"/> Name changed <input type="checkbox"/> Correction		
4. Name of corporation <u>EXACTLY</u> as currently authorized by the North Dakota Secretary of State:				5. Federal ID#:	
6. Name of corporation <u>as amended, EXACTLY</u> as it appears on Certificate of Fact from state or country of origin:					
7. If applicable, provide the trade name and complete the Trade Name Registration form if the selected trade name is not already registered in North Dakota. Only provide the trade name in this line if: a) The "new" corporate name is not in the form as required of corporations in North Dakota. b) The Secretary of State has notified the corporation that its "new" corporate name is the same as or deceptively similar to a name already registered, and the corporation is unable to obtain consent to use of name from the previous filer or a certified copy of a final decree of a court of competent jurisdiction establishing prior right of this corporation to use of the name in North Dakota. c) The corporation <u>does not</u> wish to <u>use or protect</u> its "new" corporate name in North Dakota and <u>chooses</u> to use a name <u>other than its corporate name</u> .					
8. <u>Physical and mailing</u> address of principal executive office which <u>may not only be a post office box</u> : (Street/RR, PO Box, City, State, Zip+4)					
9. STATE or country where incorporated:		10. EXACT date incorporated: (Month, day, AND year)		11. Duration of corporation: <input type="checkbox"/> Perpetual <input type="checkbox"/> Other (Specify) _____	
				12. Telephone #: 13. Toll-free telephone #:	
14. Name of required registered agent <u>in North Dakota</u> : (SEE INSTRUCTION 14)				15. Federal ID/social security # of registered agent:	
16. <u>Physical and mailing</u> address of registered agent <u>in NORTH DAKOTA</u> which <u>may not only be a post office box</u> : (Street/RR, PO Box, City, State, Zip+4)					
17. Nature of business or activities the corporation conducts or intends to conduct in the State of North Dakota:					
18. OFFICERS AND DIRECTORS OF THE CORPORATION					
Check box if officer also serves as director		NAME		COMPLETE MAILING ADDRESS	
OFFICER			Street/RR	PO Box	City State Zip+4
PRESIDENT	<input type="checkbox"/>				
VICE PRES.	<input type="checkbox"/>				
SECRETARY	<input type="checkbox"/>				
TREASURER	<input type="checkbox"/>				
DIRECTOR					
DIRECTOR					
19. The undersigned, a person authorized by the corporation to sign this application, knows the contents thereof, and believes the statements to be true.					
Signature:				Date:	
20. Name of person to contact if questions about this application:			E-mail address:		Daytime telephone #:

INSTRUCTIONS FOR AMENDED CERTIFICATE OF AUTHORITY FOREIGN CORPORATION APPLICATION

A foreign corporation holding a Certificate of Authority in the State of North Dakota must promptly apply for an Amended Certificate of Authority:

- a) When the corporation changes its corporate name, or
- b) When statements on the application for Certificate of Authority or its last Amended Certificate of Authority are no longer correct, or were not correct at the time of filing.

An Amended Certificate of Authority is not required if only the registered agent or address of the registered agent has changed. The registered agent or address of the registered agent may be changed by filing the Registered Agent Statement of Change. Contact the Secretary of State's Office if a form is required for Registered Agent Statement of Change. An Amended Certificate of Authority is not required if only the names and addresses of the officers of a corporation have changed. Changes to the names and addresses of officers may be recorded on the next Annual Report required to be filed by the corporation.

The following numbers correspond to the numbered sections on the front of this form.

1. A. The application for Amended Certificate of Authority must be accompanied by the following:

- * Filing fee of \$40.
(Checks must be payable to "Secretary of State" and must be for U.S. negotiable funds. Payment may also be made by credit card using Visa, Master Card, or Discover.)
- * If amending the name, a current Certificate of Fact verifying the name change certified by the government officer of the state or country where Articles of Incorporation are filed. A copy, or certified copy of articles of amendment, is not acceptable. The certificate must have been certified within 90 days of the date of application.

- B. The application for Amended Certificate of Authority may be required to be accompanied by the following:

- * Signed Consent of the Registered Agent and fee of \$10 when the corporation is changing the registered agent.
- * Signed consent to use of name and fee of \$10 when the corporation is already aware of a conflict with its corporate name as amended.
- * Trade Name Registration and fee of \$25 when the corporation assumes a name, other than its corporate name as amended, for use in North Dakota.

2. Indicate whether the application is being submitted for an Amended Certificate of Authority for a foreign business corporation, a foreign professional corporation, or a foreign nonprofit corporation.
3. Indicate whether the Amended Certificate of Authority is required as a result of an amendment to the corporate name, or amendment or correction of other information disclosed on the application for Certificate of Authority or the last application for Amended Certificate of Authority.
4. Provide the corporate name EXACTLY as provided in the Certificate of Authority or last Amended Certificate of Authority issued by the North Dakota Secretary of State. (Punctuation and abbreviations must be consistent as registered.)
5. To properly maintain corporate records, the Federal ID number is required.

Privacy: In compliance with N.D.C.C., Section 10-19.1-149.1, social security or Federal ID numbers are not disclosed to the public. They are used by the Secretary of State to maintain accurate corporate files. Therefore, while voluntary disclosure is requested, failure to do so will not result in rejection of the application.

6. Provide the correct corporate name as amended in the state or country of incorporation. Punctuation and abbreviations must be consistent with those in the name on the certificate from the government officer of the state or country where Articles of Incorporation are filed.
7. Provide the trade name and the Trade Name Registration form with \$25 if the corporation cannot use its corporate name because:

- a) The corporate name is not in the form as required of a corporation in North Dakota. The name must be in the English language or in any other language expressed in English letters or characters.

The name of a foreign business corporation must also include the word "corporation", "company", or "limited", or an abbreviation of one of these words. If a foreign corporation's name does not contain one of these words or abbreviations, the corporation must elect one to be used in North Dakota. The application must be rejected if an election is not made and the corporate name in number 6 is not in compliance with this requirement.

The name of a foreign professional corporation shall contain words or abbreviations required or authorized by the laws of the jurisdiction in which it is incorporated.

For reference, see N.D.C.C., Sections 10-19.1-133, 10-31-05, or 10-33-126.

- b) The North Dakota Secretary of State has notified the corporation that its corporate name is the same as or deceptively similar to a name already registered and the corporation is unable to obtain consent to use of name from the previous filer or a certified copy of a final decree of a court of competent jurisdiction establishing prior right of this corporation to use of the name in North Dakota.

North Dakota law provides that a corporate name may not be the same as, or deceptively similar to, a name previously registered with the Secretary of State. The name may be used if the corporation obtains a court decree or signed consent to use of name that is submitted with a fee of \$10. The applicant must draft the consent to use of name since a form for the consent is not prescribed by the Secretary of State. If consent to use of name cannot be obtained, a trade name (dba) must be elected.

- c) The corporation does not wish to use or protect its corporate name in North Dakota and chooses to use a trade name instead.

TRADE NAMES: A corporation may choose to use any trade name (dba) in addition to its corporate name in North Dakota. The trade name must be registered with the Secretary of State. However, the trade name should not be provided in number 7, except as described above. Instead, complete and attach the Trade Name Registration and fee of \$25 for each assumed name. Contact the Secretary of State's office for the Trade Name Registration form.

8. The physical and mailing address of the corporation's principal executive office wherever located, is required.

In this section, as well as all other sections requiring addresses on this application, an address must include a street or rural address, a postal box number if applicable, and the city, state, and zip code plus 4-digit extension. This address may not only be a post office box.

9. Identify the state or country in which the corporation is incorporated.
10. Provide the EXACT date (month, day and year) when the corporation was incorporated. This date must correspond to the date if specified in the Certificate of Fact.
11. Identify whether the corporation is incorporated with "perpetual" existence or provide the specific date on which it is to be dissolved.
12. The telephone number of the corporation's principal executive office is required.
13. Provide a toll-free telephone number if the corporation has one.

(continued)



Name:									
Address:					City:			State:	Zip Code:
<input type="checkbox"/> VISA <input type="checkbox"/> Master Card <input type="checkbox"/> Discover					Signature: (Required by credit card companies)				
Account Number: 									
V # 		Card Expires: Month Year -			Date:				